

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747)) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

(the “**Tenth Semiannual Fee Application**”) and the *Notice of Filing of Tenth Interim and Consolidated Semiannual Application of the Fee Examiner and Godfrey & Kahn, S.C., Counsel to the Fee Examiner, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period From April 1, 2022 Through September 30, 2022* [Dkt. No. 22848] (the “**Notice**”).

2. Objections to the Third Semiannual Fee Application were to be filed and served no later than December 2, 2022 at 4:00 p.m. (AST) (the “**Objection Deadline**”).

3. According to this Court’s *Sixteenth Amended Notice, Case Management and Administrative Procedures* [Dkt. No. 20190-1] (the “**Case Management Procedures**”), the Court may enter an order granting a request for relief without a hearing upon receipt of a certificate of no objection (“**CNO**”, as defined by the Case Management Procedures). *See* Case Management Procedures, III.P. In accordance with the Case Management Procedures, the undersigned hereby certifies that this CNO is filed not less than forty-eight (48) hours after the expiration of the Objection Deadline.

4. The undersigned further certifies that, following the Objection Deadline, counsel for the Fee Examiner has reviewed the Court’s docket in this case not less than forty-eight (48) hours after expiration of the Objection Deadline, and, to the best of counsel’s knowledge, no applicable objection, responsive pleading, or request for hearing with respect to the Tenth Semiannual Fee Application appears on the docket.

WHEREFORE, the Fee Examiner respectfully requests that the Court enter the order attached as **Exhibit A** at its earliest convenience.

WE HEREBY CERTIFY that on this date, we electronically filed the foregoing motion with the Clerk of the Court using the CM/ECF system that will send notification of such filing to all attorneys of record registered in the use of the CM/ECF system.

Dated this 5th day of December, 2022.

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EXHIBIT A

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re

THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,

As a representative of

THE COMMONWEALTH OF PUERTO RICO
et al.,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

Re: Dkt. No. 22847

**ORDER ALLOWING TENTH INTERIM AND CONSOLIDATED SEMIANNUAL
APPLICATION OF THE FEE EXAMINER AND GODFREY & KAHN, S.C.**

This matter coming before the Court on the *Tenth Interim and Consolidated Semiannual Application of the Fee Examiner and Godfrey & Kahn, S.C., Counsel to the Fee Examiner, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period From April 1, 2022 Through September 30, 2022* [Dkt. No. 22847] (the “**Application**”), pursuant to section 316 of the *Puerto Rico Oversight, Management and Economic Stability Act* (“**PROMESA**”), 48 U.S.C. §§ 2101-2241, and Rule 2016 of the Federal Rules of Bankruptcy Procedure, for the interim allowance of certain fees and expenses, including all holdbacks, incurred by the applicants for the specific period of time set forth in the Application (the

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“Compensation Period”), filed in accordance with the *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 20546] (the **“Interim Compensation Order”**), the *Sixteenth Amended Notice, Case Management and Administrative Procedures* [Dkt. No. 20190-1] (the **“Case Management Procedures”**), the *First Amended Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Dkt. No. 3324] (the **“Fee Examiner Order”**), and the *Order Authorizing the Employment of Godfrey & Kahn, S.C. as Counsel to the Fee Examiner* [Dkt. No. 1993], and the Court having reviewed the Application; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to PROMESA section 306(a); and (b) notice of the Application and the hearing thereon was adequate under the circumstances; and (c) all parties with notice of the Application have been afforded the opportunity to be heard on the Application, and no objections having been filed; now therefore

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED on an interim basis.
2. The applicants are allowed (a) \$893,779.30 in interim compensation for services rendered during the Compensation Period, and (b) \$103.90 in interim reimbursement for actual and necessary expenses incurred during the Compensation Period, including any and all holdbacks.
3. The Debtors are hereby ordered to pay \$116,526.30 in tax withholdings from fees approved by the Court in connection with prior interim compensation periods.
4. To the extent not already paid pursuant to the Interim Compensation Order, the Debtors are hereby authorized and directed to pay the applicants—within 15 days of the entry

of this order—100 percent of the fees for services rendered, 100 percent of the expenses incurred during the Compensation Period, and 100 percent of the previously-withheld tax withholdings.

Dated: December ____, 2022.

THE HONORABLE LAURA TAYLOR SWAIN
UNITED STATES DISTRICT COURT JUDGE

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